

PO10000016669

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: AUTOMOTIVE PROFIT BUILDERS, INC.

FILED
01 FEB 12 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed is an original and one (1) copies of the Articles of Incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of Status

ADDITIONAL COPY REQUIRED

FROM: Phillip P. Williams

4404 Lake Mary Blvd., Suite 104

Lake Mary, FL 32746

407-324-0667

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation
of
AUTOMOTIVE PROFIT BUILDERS, INC.

In compliance with the requirements of Florida Statutes, Chapter 607, the undersigned, being a natural person, does hereby act as the incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is: AUTOMOTIVE PROFIT BUILDERS, INC.

ARTICLE II

The street address of the principal office of the Corporation is: 4044 Lake Mary Blvd., Suite 104, Lake Mary, Florida 32746.

ARTICLE III

The purpose for which the Corporation has been formed is to provide sales of auto parts to the public.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is one hundred (100) having a \$ 1.00 par value, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. The consideration to be paid for each share shall be fixed by the Board of Directors. Common Stock of the Corporation shall be issued as "small business corporation" stock in accordance with the plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1986.

ARTICLE V

The initial Board of Directors shall consist of one (1) member. The name and address of the persons who will serve on the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Phillip P. Williams	4044 Lake Mary Blvd., Suite 104 Lake Mary, Florida 32746

ARTICLE VI

The initial street address of the Corporation's registered office is 4044 Lake Mary Blvd., Suite 104, Lake Mary, Florida 32746. The initial registered agent for the corporation at that address is Phillip P. Williams.

ARTICLE VII

The name and address of the Incorporator is:

<u>Name</u>	<u>Address</u>
Phillip P. Williams	4044 Lake Mary Blvd., Suite 104 Lake Mary, Florida 32746

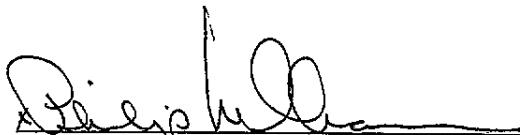
ARTICLE VIII

The corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

ARTICLE IX

The corporation elects to be treated as a "small business corporation" and shall take any and all action necessary to comply with the requirements of the Internal Revenue Service for making an election pursuant to Sub Chapter S of the Internal Revenue Code, Section 1362.

IN WITNESS WHEREOF, the undersigned, as incorporator, hereby executes these Articles of Incorporation, this 6th day of February, 2001.



Phillip P. Williams
Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

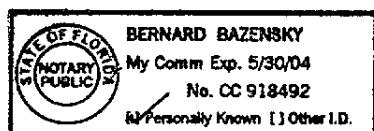
BEFORE ME, the undersigned authority, personally appeared PHILLIP P. WILLIAMS, to me well known, who, after being duly sworn, deposed and stated that he has read the foregoing and that the same is true and correct.

SWORN TO, acknowledged and subscribed before me this 6th day of February, 2001.



NOTARY PUBLIC

My Commission Expires: 5/30/04

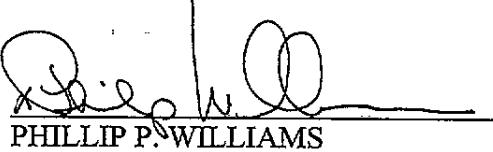


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ACCEPTANCE OF REGISTERED AGENT

I HEREBY ACKNOWLEDGE, ACCEPT AND AGREE to act as Registered Agent for AUTOMOTIVE PROFIT BUILDERS, INC.

DATED this 6th day of February, 2001.


PHILLIP P. WILLIAMS

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared PHILLIP P. WILLIAMS, as Registered Agent for AUTOMOTIVE PROFIT BUILDERS, INC., known to me and known by me to be the person who executed the foregoing Acceptance of Registered Agent, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 6th day of February, 2001.


NOTARY PUBLIC
State of Florida
MY COMMISSION EXPIRES: 5/30/04

